

21856-C

DEC 18 2008 -9 00 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL  
URBAN A. LESTER

December 18, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and/or Road Number, dated as of December 18, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 21856.

The name and address of the party to the enclosed document are:

Railroad:	Union Pacific Railroad Company
	1400 Douglas Street
	Omaha, NE 68179

Anne K. Quinlan, Esquire  
December 18, 2008  
Page 2

A description of the railroad equipment covered by the enclosed document is:

9 locomotives formerly within the series UP 7529 - UP 7541 have been remarked within the series UP 6916 – UP 6928 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Statement of Change in Reporting Marks and/or Road Number.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures



RECORDATION NO. 21856-C  
FILED

DEC 19 '08 -9 00 AM

SURFACE TRANSPORTATION BOARD

December 18, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Re: Statement of Change in Reporting Marks and/or Road Numbers,  
UP 1998 Trust for GECC No. 2 (Lease Agreement dated as of  
December 2, 1998), STB Recordation File Number 21856

Dear Ms. Quinlan:

Please be advised that the reporting marks and/or road numbers of the locomotives identified in the attached schedule have been, or will be, changed as set forth therein.

UNION PACIFIC RAILROAD COMPANY

By: \_\_\_\_\_

A handwritten signature in black ink, appearing to read "J. Theisen, Jr.", written over a horizontal line.

James J. Theisen, Jr.  
Assistant General Counsel

Attachment

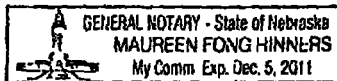
STATE OF NEBRASKA

COUNTY OF DOUGLAS

} ss:  
}

On this 18th day of December, 2008, before me, a Notary Public in and for said County and State, personally appeared James J. Theisen, Jr., who being by me duly sworn, says that he is the Assistant General Counsel of UNION PACIFIC RAILROAD COMPANY, that said instrument was signed, on behalf of said corporation and he acknowledged that the execution of said instrument was the free act and deed of the corporation.

IN WITNESS WHEREOF, I have unto set my hand and official seal on the date above mentioned.



*Maureen Fong Hinnert*  
NOTARY PUBLIC

SEAL

UP 1998 Trust for GECC No. 2

Lease Agreement dated as of December 2, 1998

STB Recordation File Number 21856

Equipment Description: General Electric AC6000 diesel-electric locomotives

Original Initial	Original Number	Current Initial	Current Number
UP	7529	UP	6916
UP	7532	UP	6919
UP	7533	UP	6920
UP	7534	UP	6921
UP	7535	UP	6922
UP	7536	UP	6923
UP	7539	UP	6926
UP	7540	UP	6927
UP	7541	UP	6928

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12 / 18 / 08



\_\_\_\_\_  
Robert W. Alvord